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Confidential and Need-to-Know, and may be deemed Material Nonpublic information

2022 AVID Sellside Plan

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Strategy and goals

Mission and vision

Power the free and open internet by helping publishers to maximize the value of their inventory

The Sellside operates two missions simultaneously: as the publisher facing arm of the buyside to sell Google ads in an advertiser-safe way, and as a Sellside platform for publishers to run their ads monetization businesses. To a large extent, these efforts support each others' success.

Historically, we've operated with gross revenue goals and serve three groups: advertisers, 3P publishers, and Google O&O. In the early stages of growth this operating model worked well to help guide the business on the right path to scale. We've been able to secure access to the vast majority of inventory safely and without intermediary fees, a win-win for our advertisers and publishers.

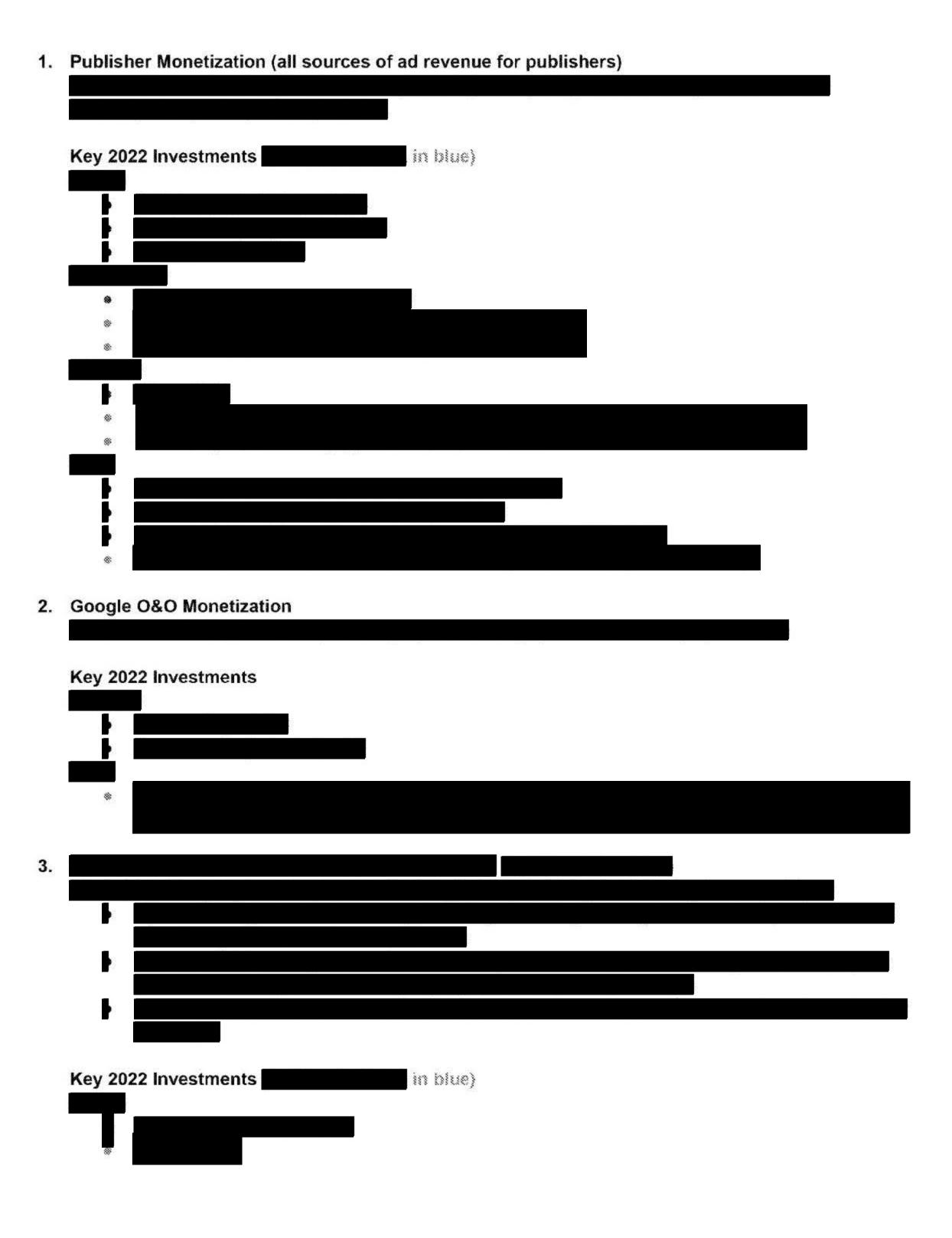
For the past 3 years, we've broadened our focus and goal setting to include (i) net revenue across our maturing businesses, and (ii) platform coverage on app and video. We also witnessed significant new pressure from privacy and regulation, resulting in an increasing conflict between goals of publisher monetization, net revenue to Google, platform coverage, and regulatory response.

With all this context, we propose focusing Sellside on publisher monetization to drive long term publisher relationships with Google. Second, we consider how to maximize monetization for Google's O&O. Third, we secure access in other ways as required.

2022 Strategy Elements and Key Investments

Proposed priorities (in 'loose' order)	
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	95000

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Operating and financial metrics



Additional details on metric definitions

Detailed Strategies by Product in Appendix

Apps Strategy

Ad Manager (Web) Strategy

AdSense Strategy

Video Strategy

Headcount plan

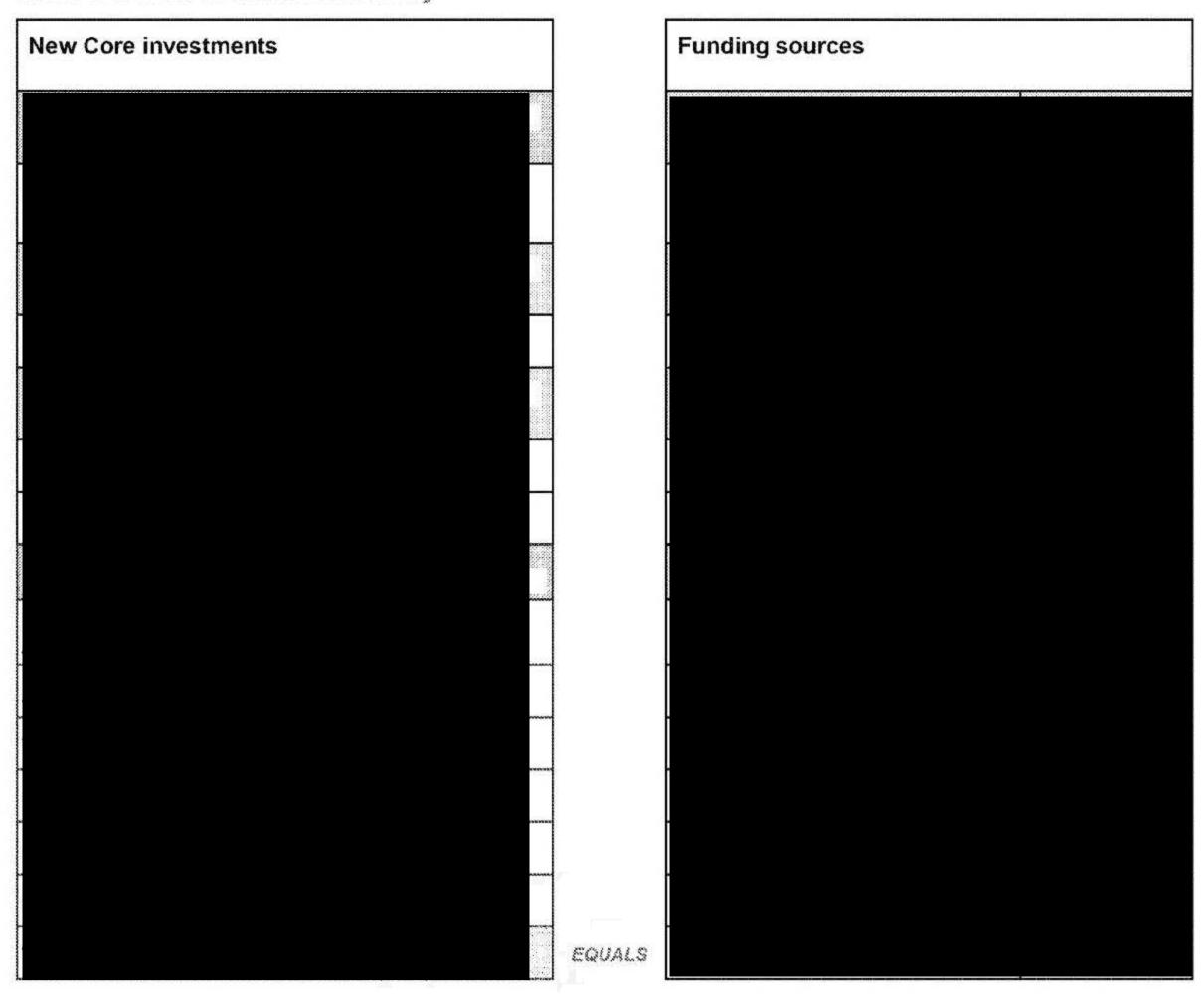
2021 Baseline and 2022 Summary Ask

PM/Eng HC Only

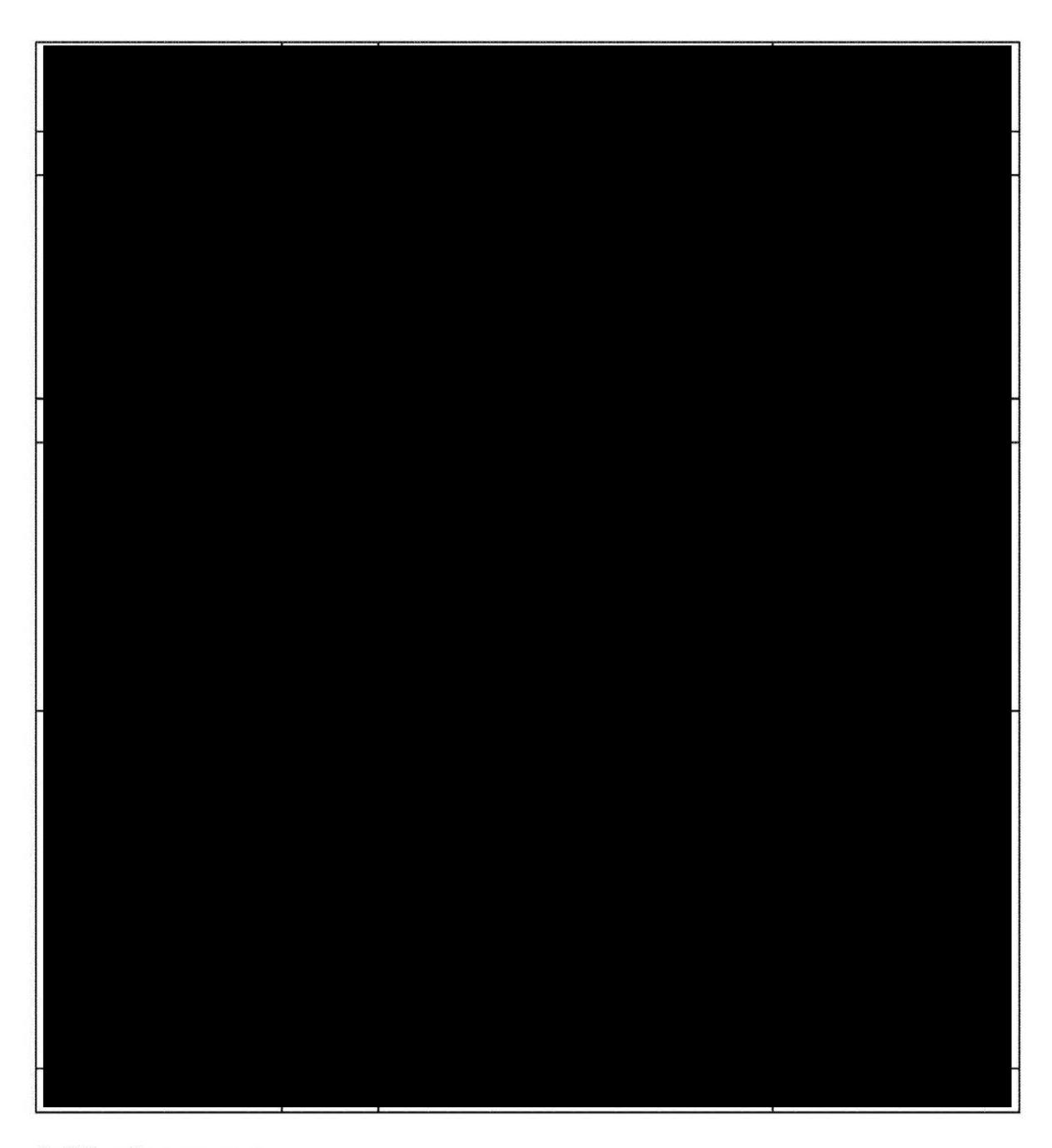
Product	2021 HC	Core Ask	SCO/KE Ask	XPA Ask	Total Ask	2022 HC (YoY)
AdMob						
AdSense						

Ad Manager				
Video				
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2022 Core investment summary

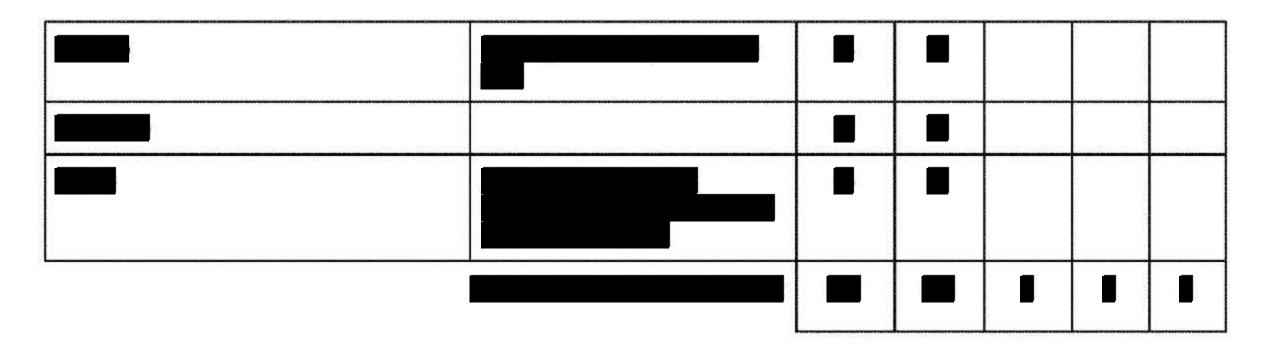


HC investment priorities

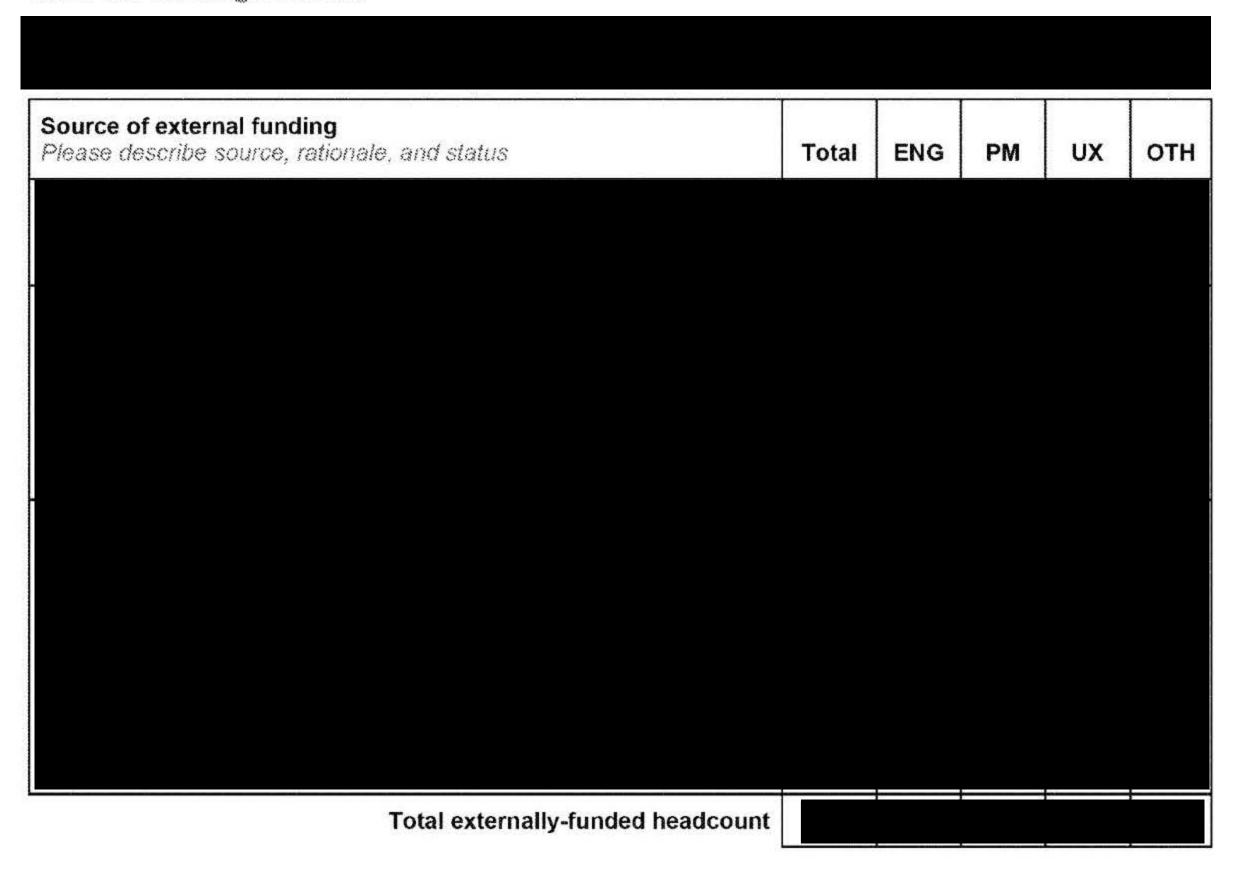


Self-funding sources

Source of self funding Projects disconlinued or reduced	Risk (summary) Detail in <u>risks section</u> below	Total	ENG	PM	UX	отн



External funding sources



SCO/KE HC funding

SCO/KE investments (External fu	unding in blue)	





OpEx plan

Summary



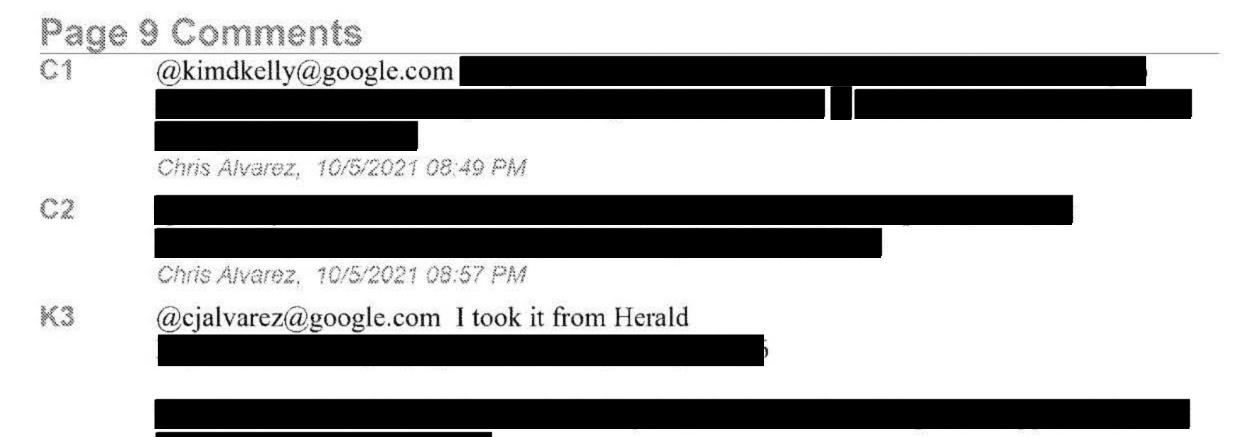
2022 OPEX Summary

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For detailed breakout, see: 2022 Sellside OPEX planning

OPEX Ask Channel	2021 OpEx Budget	2022 OPEX Requested	Change
			



Kim Kelly, 10/6/2021 05:25 PM

Chris Alvarez, 10/12/2021 06:42 AM

C4



PAG Core: Bottom Line



Core OpEx investment priorities



10

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PAG Core

Investment area	ОрЕх	Short description	Summary benefit
e de la come don de la comitación de como de c			

Legal / Regulatory

Investment area	OpEx	Short description	Summary benefit
		<u>. I </u>	

Page 11 Comments D10 @kimdkelly@google

@kimdkelly@google.com @fciaburro@google.com

Dexter Lam, 10/4/2021 09:47 PM

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Ads.inc

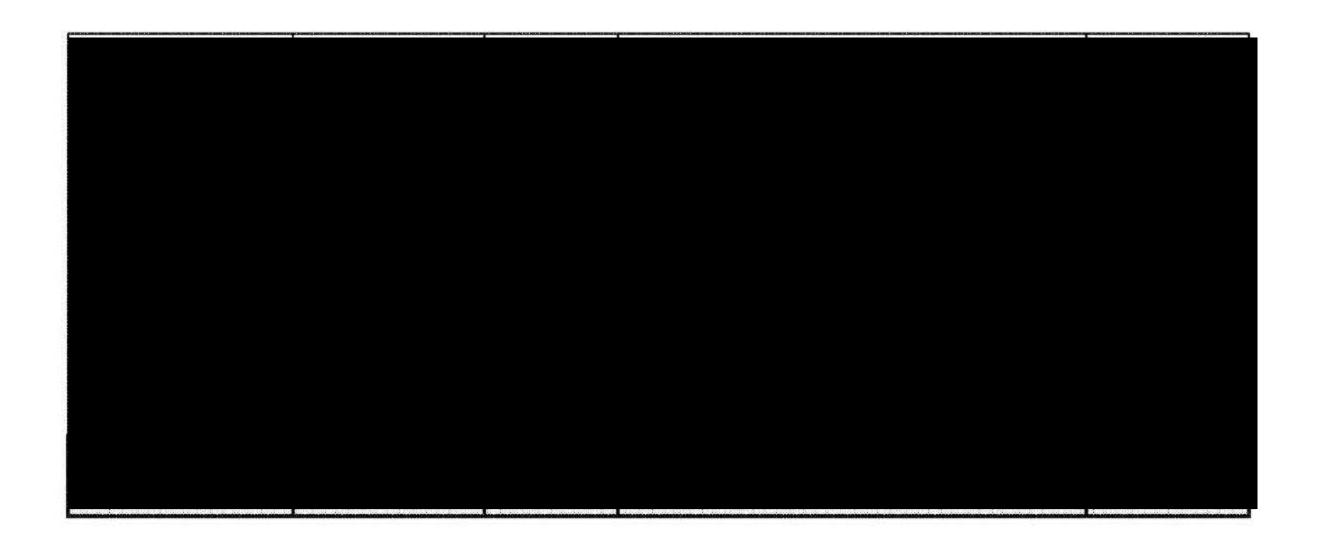
SCO/KE

nvestment area	SCO/KE	OpEx	Short description	Summary benefit

Page 12 Comments @kimdkelly@google

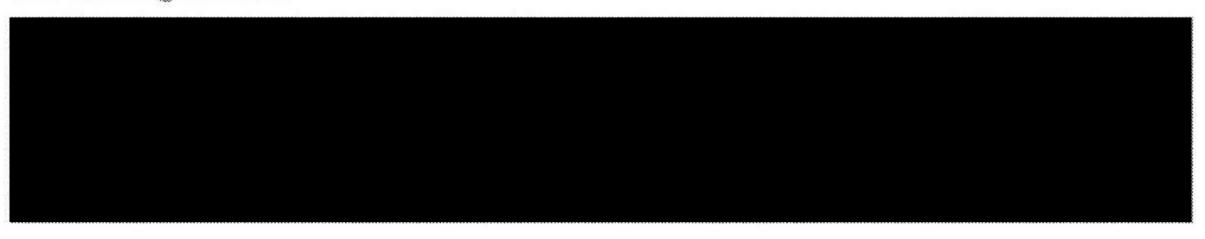
@kimdkelly@google.com

Assigned to Kim Kelly Fred Ciaburro, 9/23/2021 05:44 PM



Source: 2022 Sellside OPEX planning

Self-funding sources



PAG Core

Source of self funding Projects discontinued or reduced	Risk Detail in <u>risks section</u> below	Total	ENG	PM	UX
					<u> </u>

Page 13 Comments

@kimdkelly@google.com @dexterlam@google.com - think this needs to move to PAG section now?

Fred Ciaburro, 10/5/2021 03:09 AM

K13 Yes agree!

Kim Kelly, 10/5/2021 07:53 PM

ok moved - fyi for Dexter on the change to make sure its incorporated in the sellside plan

Fred Claburro, 10/6/2021 07:00 PM

Ads.inc

Source of self funding Projects discontinued or reduced	Risk Detail in <u>risks section</u> below	Total	ENG	PM	UX

SCO/KE

Source of self funding Projects discontinued or reduced	Risk Detail in <u>risks section</u> below	Total	ENG	РМ	UX

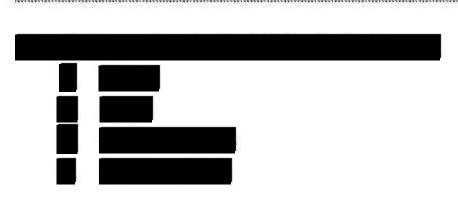
SCO/KE OpEx funding

	AND STATES

Plan B for unfunded SCO/KE initiatives	
Plail B for unfullded SCO/RE illidatives	
£	*********

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Risks and mitigations

This is one of the most important sections of the plan. We expect PAGs to making tough decisions in support of self-funding their new priorities. Discontinuing or significantly reducing existing projects may introduce risk to the business, and this risk will require mitigation.

For each discontinued or scaled down project (either HC or OpEx0, describe the risks created, and the mitigations for those risks. Please link to these sections from the "Self Funding Sources" sections in the HC and OpEx plans above.

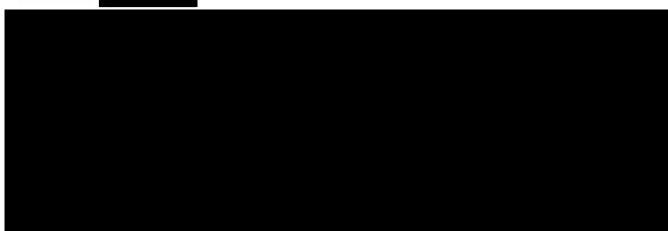




AdSense

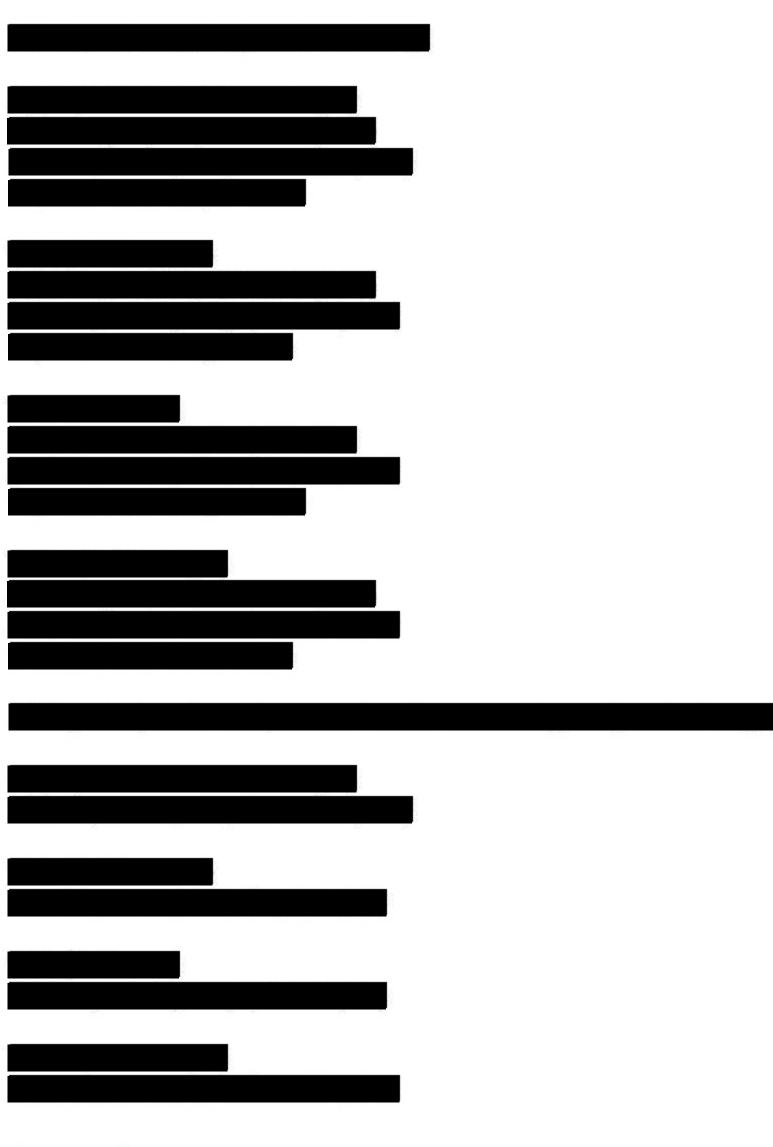
- Regulation and optimisation (-2 HC) -
- Publisher Signup & Lifecycle (-2 HC) 2 hc freed up as a result of campfire wind down
- Content Recommendations (-3 HC) 3 HC freed up as a result of Content Recommendations deprecation ~\$50M ARR

Video



Appendixes

2021 Financials and 2022 Goals

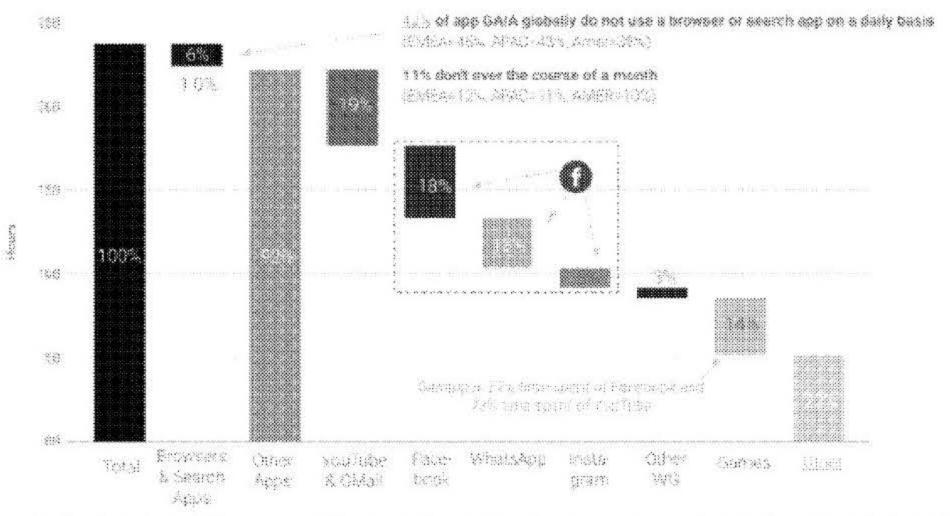


Apps Strategy

Key Themes

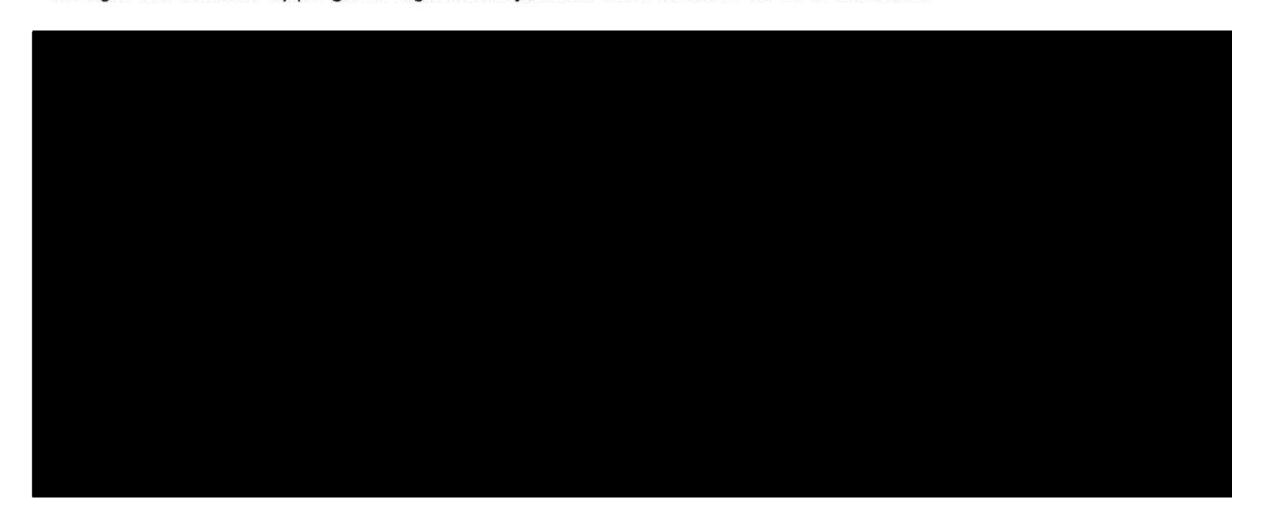
A. Explosive market growth in 2021. In-app ads market grew 26% YoY in 2020¹. Average WW time spent in mobile surged 20% YoY to 4.2 hours. Mobile Gaming adoption and spend drove the growth. We see large opportunities in under-monetized categories including finance, retail, and social where monetization has not matched usage growth.

How users spend their time on Android devices, Q3 2020

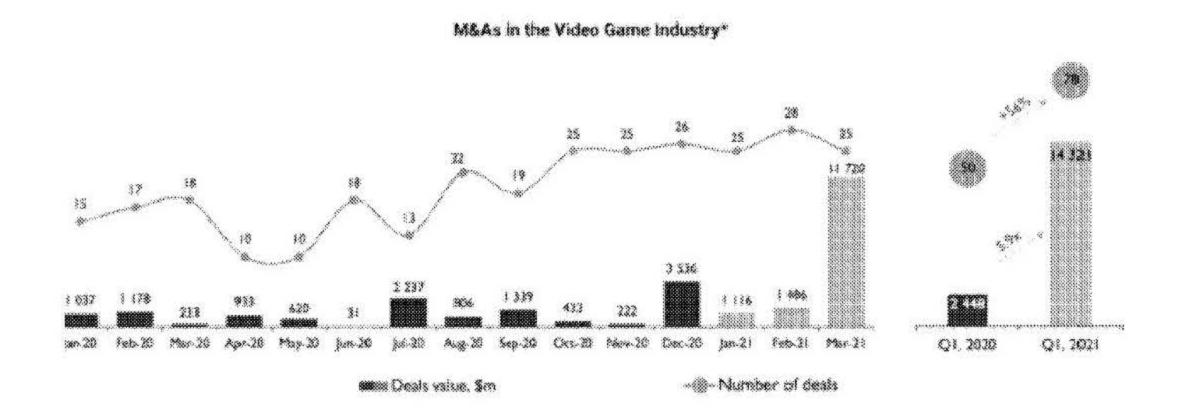


Section in the subsection of the acceptance of the experiment of t

Google revenue in apps grew significantly, from 18% in 2020 to 51% in 2021.

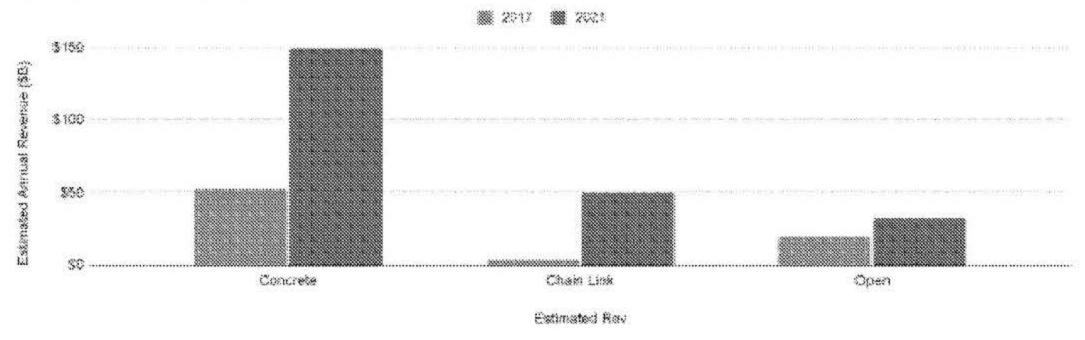


C. Market-driven consolidation. High multiples in publicly-traded and large privately-financed gaming companies are driving IPOs and M&A. Quick gains from monetization affect valuations and IAP revenue serves as a strategic hedge against IDFA deprecation. We also expect privacy rules to favor 1st party relationships and therefore some amount of consolidation to occur. We already see activity by studios (e.g. Voodoo) and ad network/studio combination (AppLovin, IronSource, Bytedance). APAC companies (tech and non-tech) see the export app business model as a strong investment and hedge against their other businesses. Acquisition targets are also eager to sell due to high valuations and a risky regulatory environment.



D. Walled gardens continue growing, but with different philosophies

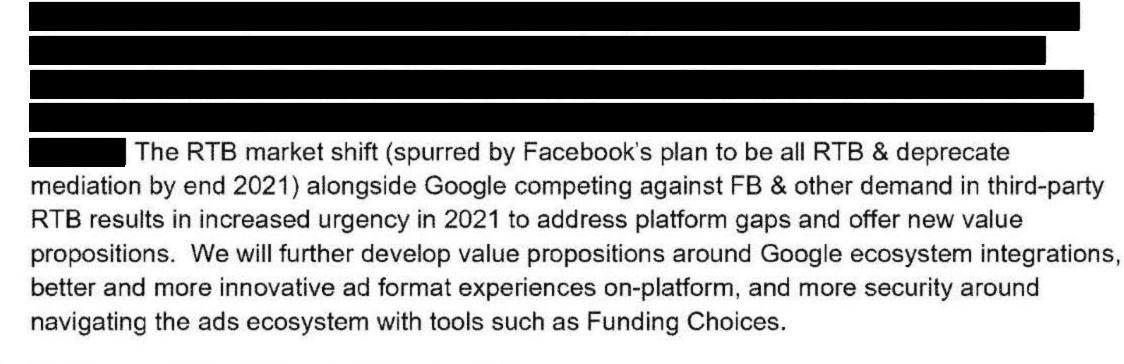
Estimated Industry Annual Revenue by Access Type



- a. Concrete wall (Facebook, Tencent, Amazon) Legacy walled gardens with their own buying doors and global sales teams, with little-to-no opportunity for Google.
- b. Chain link (Snap, Pinterest, Bytedance, Line, Twitter, Mail.ru) 2nd generation walled gardens that are willing to share access to select parts of their inventory on specific terms.
- Open Open access to inventory but the head consists of two sub groups that may limit access in the future.
 - i. Walls in construction (Applovin, Ironsource, Zynga, Unity) Ad tech companies that have acquired gaming publishers or vice versa. They're leveraging Google demand to grow both their gaming and ad tech businesses but are already reducing access to their most valuable inventory and will continue to restrict

 Undecided (Miniclip, EA, Playtika) - Mobile gaming publishing companies that own large portfolios of studios and titles but have not decided whether to start fencing off access.

Strategy and Initiatives



1. Differentiate the platform. Improve off-platform access (details)

2. Ensure a sustainable ecosystem (details)

Regulators and platform providers (IOS, Chrome, Safari) are taking action to improve privacy and limit access to user data and use of ID spaces. In 2021, we anticipate that Google will proactively influence the ads ecosystem. These changes, plus additional expected but yet unknown changes here (e.g. Android IDs, additional privacy regulation), will require substantial time to analyze, decide and implement our identity and privacy strategy.

We also intend to use our strengths to combat fraud and protect our advertisers on AdMob to level the playing field for other ad networks. We'll work with Play and industry bodies to limit bad-quality ads and to provide buyers with better inventory verification and transparency tools.

For publishers, we'll clarify criteria for app inventory approvals, improve our appeals process to rehabilitate violating inventory faster, and begin monetizing inventory with user-generated content.

3. Grow revenue through format innovation (details)

Format innovation can drive net revenue growth through the following sellside apps undertakings:

 Performance enhancement through infrastructure, modeling, and attribution improvements. Most notable is the video ads infrastructure and caching work that should dramatically improve video serving.

 Improvement in an ads value by influencing user perception of ad quality and usefulness with features such as more ad customization tools), better content to advertisement transitions, and community engagement stats.

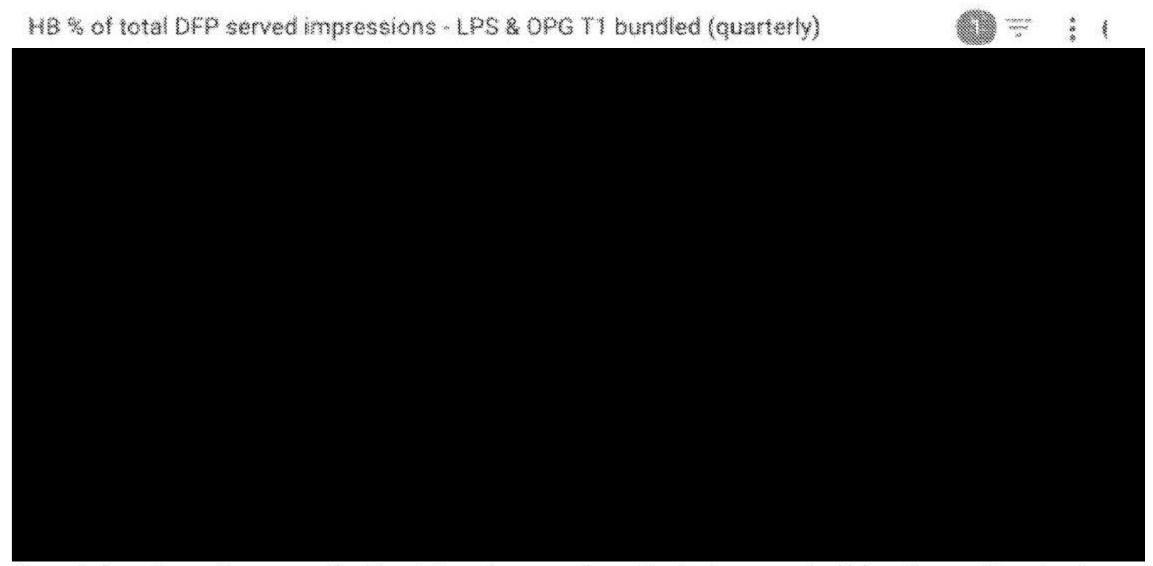
What Success Looks Like

- 1. Increased share of platform, with first-place platform brand perception
- 2. Inventory access to 95%+ of network-available inventory
- 3. Penetration into one or more significant walled gardens

Ad Manager Strategy (Web)

Key Themes

- A. Pending cookie deprecation. Business models will be affected significantly over the next 3 years. Large publishers are hedging bets by investing more in direct relationships with advertisers (i.e. reservations, direct deals) leveraging publisher first party data assets.
- B. Growing AdTech regulation in privacy and competition. Regulators continue to scrutinize ad tech. We will see meaningful legislation addressing RTB privacy principles and transparency in the programmatic supply chain. We expect regulators to tackle data harvesting via RTB in the term.
- C. Header Bidding plateaued. Impressions won by Header Bidding as a fraction of overall Ad Manager impressions have been mostly stable over the last 18 months at 5%-12% (see chart below). We saw growth 24 months ago related to GDPR due to Google's relatively stricter stance on privacy. If Google Ads continues imposing a higher privacy bar, more traffic will be monetized via Header Bidding.



D. Search for alternative monetization. The changes described above make it harder and harder for publishers to rely on a purely ad-supported business model. While some head publishers have

Page 21 Comments

T15 why is this a stretch?

Tim Craycroft, 9/27/2021 06:55 PM

when written, we didn't have buyside support. separately, there are many areas we don't have control over, like policies, custom requirements, or even whether the publishers want to work with us.

Duke Dukellis, 9/27/2021 08:06 PM

does buyside support now (seems so)? Agreed there's a lot out of our control but my general sense is that we should invest only if we think getting at least one at scale as a proofpoint isn't a stretch - that we're committed to figure it out.

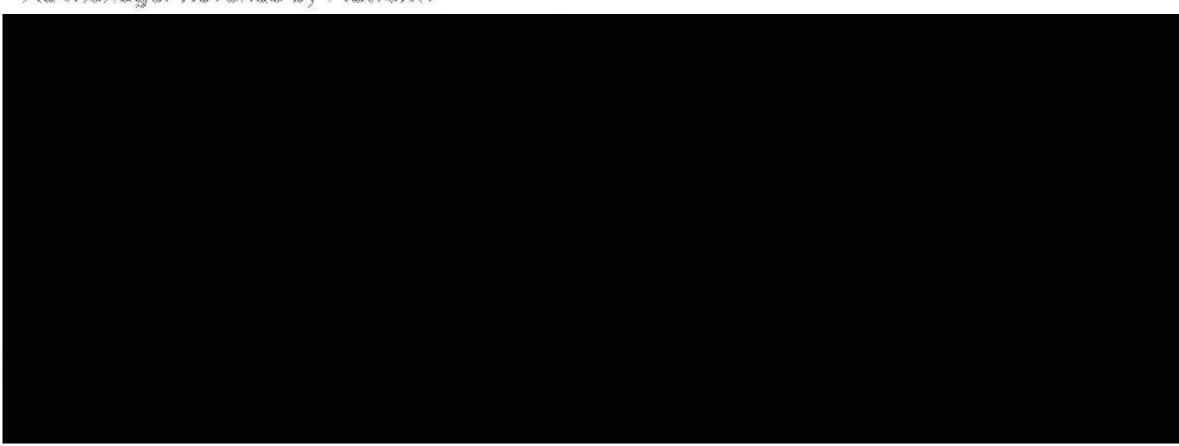
Tim Craycroft. 9/28/2021 11:54 AM

assuming buyside does deliver on the people, then yes this moves away from stretch into a goal.

Duke Dukellis, 9/30/2021 02:34 PM

- had success with subscriptions, it remains to be seen if that will scale with others. Publishers continue to experiment with subscriptions and contributions.
- E. Growing mobile web. Non-webview mobile web continues to grow much faster than desktop web, indicating the shift to mobile continues and the open web is intact.

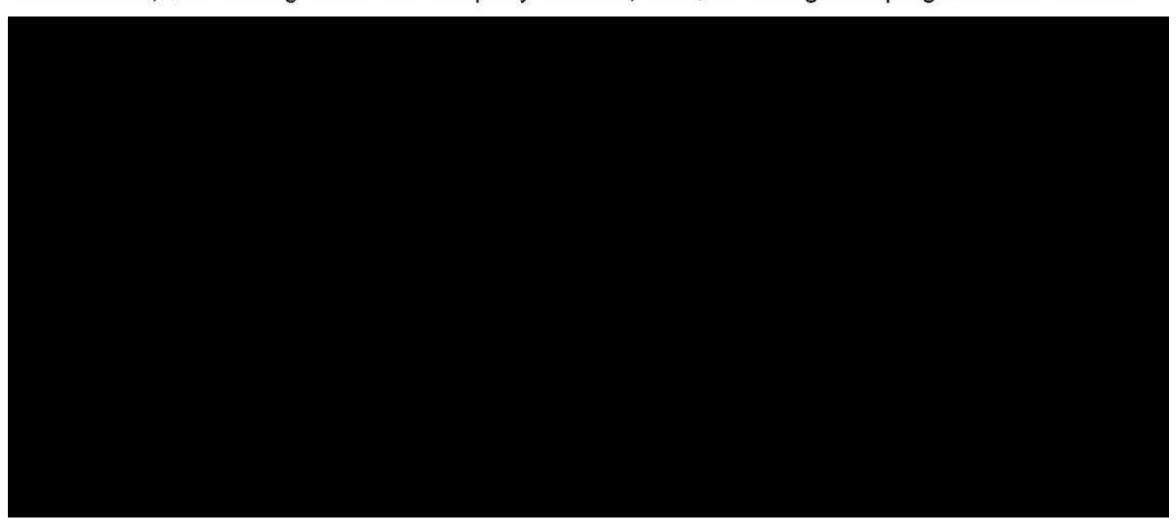
Ad Manager Revenue by Platform



F. Commerce focus. Digital retailers from Walmart to Target to Instacart are seeking sophisticated stay-on-site monetization solutions. Criteo is investing heavily in a Sellside platform for retailers (based on their hooklogic acquisition).

Ecosystem Structure

As of 2019, we estimate ~\$40B of media spend is managed by our platform, with \$23B via direct reservations, \$8B flowing from other 3rd party sources, and \$8B through our programmatic auction.



Strategy and Initiatives

- 1. Defend platform position by supporting direct relationships
 - a. Programmatic Guaranteed (PG) for publisher-advertiser relationship
 - b. Encrypted Signals from Publishers (ESP) for publisher-bidder relationship
- 2. Mitigate revenue loss from cookie deprecation with pub 1p data

- a. Expand pub 1P identifiers (PPID/GPID) to programmatic
- b. Better capabilities for pub 1p audience management
- c. Enable Publisher Provided Signals
- 3. Comply with regulations and provide alternate monetization tools
 - a. Make RTB privacy safe
 - b. Provide alternate monetization tools with Iris (aka funding choices)
 - c. Provide Transparency into revenue shares via "confirming the gross"

4. Grow with new inventory

- Invest in the commerce opportunity by building a monetization platform for head & torso retailers
- Invest in the app opportunity by building a platform for publishers with both direct and indirect revenue
- 5. Optimize yield for existing inventory
 - Header Bidding Manager to enable publishers to optimize yield across many different header bidding partners
 - Experiments & Opportunities to help publishers experiment with various different configurations and pick the one that works best for them
 - c. New formats (e.g. newsletter monetization, grid) to help publishers increase yield

What Success Looks Like

- Migration to no 3P cookies, with successful launches of ESP, PPID, GPID, ADH, PPS, 1P Audience Mgmt
- Increased revenue through uptake of Header Bidding Manager (>5% of volume), PG to \$2B, AB/OB to \$3B.
- 3. [Stretch] Commerce co-op/smart shopping spend to \$100M

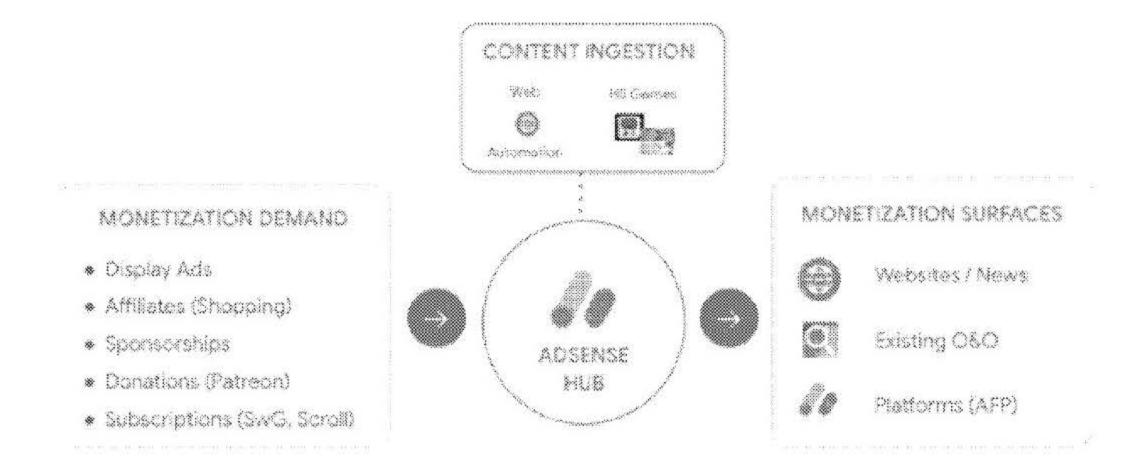
AdSense Strategy (Web)

Key Themes

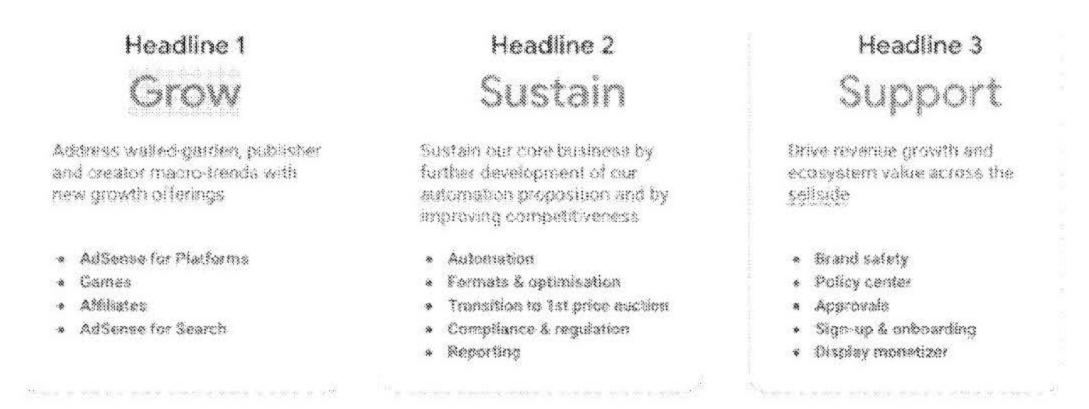
- A. App platform usage surge. (Young) creators are increasingly using walled gardens and moving off of more technical platforms like WordPress. Content creation and distribution are handled by new platform companies, making it difficult or impossible to see and monetize the content.
- B. Web platforms grow share. Traditional web publishers continue using platforms like Wordpress and Wix, where they expect comprehensive drag and drop functionality and increasingly automated ways to monetize their content.
- C. High alternative monetization expectations. Smaller publishers are more keen than ever to use alternative monetization (e.g. payments) to increase their revenue, but lack technical ability to implement/integrate systems. Similarly, companies like Scroll have struggled to scale across the massive publisher base.
- D. Web gaming growth. H5 games are emerging, charting a path similar to movie and music to install-free consumption with new monetizable content. However, challenges remain as a \$4B fragmented industry identifies better discovery, distribution and monetization methods.

Ecosystem Structure

AdSense serves as a natural publisher interface to torso, tail, and platform publishers to deliver more diversified sources of demand and grow our inventory through extending to new monetization surfaces with higher quality content.



Strategy



- 1. Sustain and grow our traditional Web Publisher base in the face of change. The most direct way to grow our traditional web publisher base is to extend our automation and optimization solutions to improve the performance of ads while broadening to new sources of demand like affiliate links, contributions and subscriptions. Similarly, we will enable publishers to provide a higher quality mobile web experience using advancements in our Storify and Gallerify technologies. Lastly, our core web publishers are facing uncertainty under new privacy and regulatory changes and we will mitigate the impact through improved consent gathering while providing alternative monetization through Funding Choices.
- Meet the needs of future users and creators. The open web is changing and we need to change too. Creators are continually moving to walled gardens where content creation and

distribution is easier than traditional web publishing. We must find ways to reach Creators where they are today and identify opportunities to access their content and provide a diverse range of monetization options, allowing them to grow their audience and communities with Google demand. Our approach will overlap with our Platform strategy as we engage with the next generation of UGC and Creator focused platforms that could become walled gardens otherwise.

- 3. Grow our inventory via Platforms. Platform providers want to focus on creation and distribution of high quality content to grow their audience and communities, however many struggle with monetization and growing sources of demand. We will enable content, hosting and site builder platforms to easily provide Google demand through one-click monetization. In addition, platform providers will have the option of using AFP to easily share revenue and distribute payments amongst platform tenants and creators. UGC is one of the fastest growing inventory areas, but the primary barrier to monetizing Google ad demand has been the challenge in ensuring brand safety. We will also provide ways to enable safe monetization through policy enforcement on individual publishers and tenants while not putting the overall platform at the risk of termination.
- 4. Broaden the web ecosystem with new content. Just as music and movies transitioned from physical distribution to digital installation and then to install-free consumption (Spotify, Netflix), we believe games are following that same path with the growth of H5 games. We will address the main challenges by providing new paths to discover H5 games through Search and Discover, new ways to distribute through the AdSense Creator Hub and new opportunities to monetize through Google Ads and higher performing Rewarded Formats. We will also push into additional content forms from Audio Podcasts to Images where Creators can utilize our Monetization Hub to easily register their content for scalable distribution and monetization.

Initiatives

- Continue and accelerate investment in automation through improving performance, automating experiments and extending the proposition beyond ads into transcoding, compliance, content creation and audience development.
- Gain access to prevent future walled garden inventory through provisioning of services to platform providers to allow them to build 'one-click' creator earnings programs and safely monetize UGC.
- Turbocharge the H5 games ecosystem through a new API for developers, new formats and by supporting game discovery and distribution on O&O and third party platforms.
- Maintain a clean ecosystem by continuing to improve network defenses against bad actors, providing a more assistive policy related experience for good publishers and protecting publishers from bad ad experiences.
- Reduce impact of identity loss by leveraging automation and through investment in new targeting models and demand sources such as related search ads, shopping ads and affiliate links and through alternative monetization provision.
- Explore opportunities for content syndication as part of the AdSense creator hub vision, using games as a base but extending into news, audio, video and modern content formats such as web stories or Pathlight.

 Enhance x-Google infrastructure for payments computation to improve publisher experience, auditability, legal compliance and reduce operational costs.

What Success Looks Like

- Auto-ads to of inventory
- 2.
- Creator hub connecting 1+ new demand sources (e.g. Smart Shopping) and 2+ new surfaces (e.g. H5 games, Image Search), potentially in conjunction with O&O teams
- 4.
- 5. Complete Monetizer work for all Google payouts

Ad Manager Video Strategy

Key Themes

- A. CTV/OTT hypergrowth continues (especially in head), but scale challenges persist (see segmentation, global OTT trends)
 - a. CTV and OTT space is nascent and a land grab for Ad Tech providers. Our conservative policies (privacy, spam, IP) have hindered growth relative to competitors and resulted in flips off GAM.
 - Industry challenges to scale include lack of holistic measurement, x-device identity and accepted safeguards for fraud.
 - c. Propensity for auction increases as you move towards Syndication Partners, yet inventory quality suffers; today OTT/CTV remains primarily direct (deals or reservations) tied to Linear->Digital transition/Upfronts for Broadcasters with greater auction access through <u>FAST</u> services.
 - d. Video ad tech has consolidated with entities focused on CTV and global reach. On the SSP front, Magnite merged with Spotx, while also investing in a SpringServe (Ad server) and Freewheel acquired a DSP (Beeswax).
- B. Media consolidation continues, distribution fragmentation persists. The result is complex business agreements (e.g inventory sharing, first-look) with comprehensive platform requirements.
 - a. Media and tech platforms are investing in home-grown monetization solutions (Roku, AMZ, Disney DRAX, ViacomCBS Conduit) with a push for direct relationships with DSP/buyers. This is increasing pressure to "bid off platform".
 - b. Devices and OEMs seeking to replicate Roku and AMZ model to monetize their audience on their device footprint including movements in Linear Addressable. Opportunity exists to partner with OEMs however we need a stronger inventory sharing offering to compete.
 - Long sales cycles for Platform flips require alternate touchpoints (e.g. DAI) to retain and gain inventory access. X-PA initiatives strengthen the case for using GAM).

- C. Seeking demand diversification. Since COVID all publishers segments are pursuing demand diversification beyond Brand with the strongest push towards performance and shopping experiences.
 - There's high demand for format innovation beyond 15s/30s non-skips, especially with Live streaming content where content between ads breaks is under-monetized
 - b. Google's network demand is still lagging; our fill rates are <10% due to both demand-constraints (Brand), high pricing floors restricting competition with direct. Video Action Campaigns is fastest demand with default opt-in growing x% eligibility, strong sign for Performance demand on network</p>

Redacted - Privilege

Ecosystem Structure

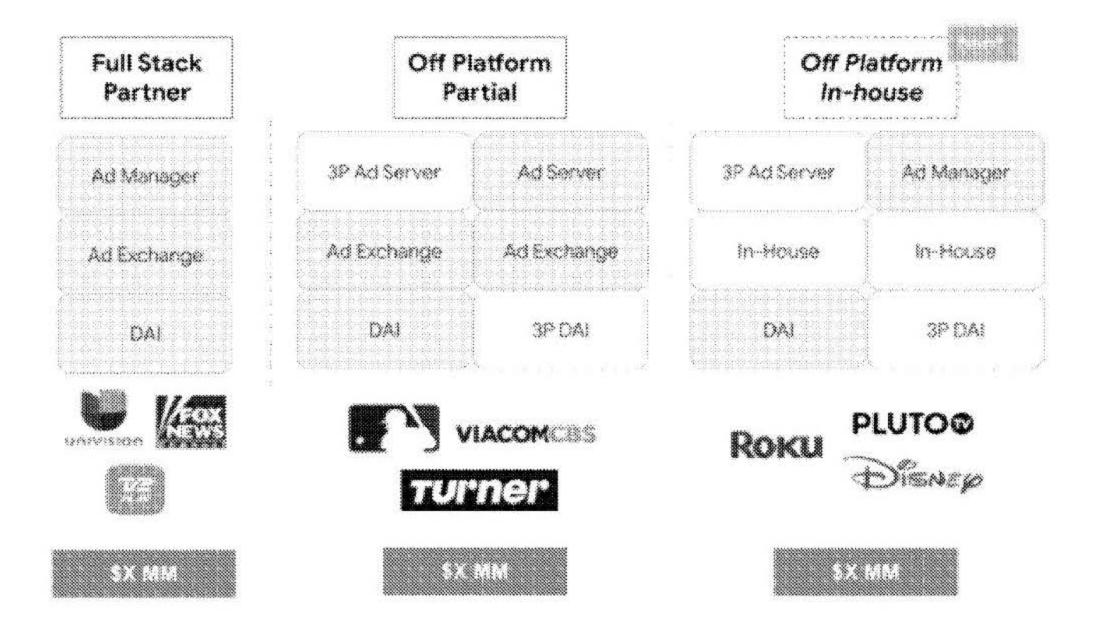




Market Segmentation

2020 Geogle Rev (SS + YT PS) Key Trends Sample pubs Content type	Legacy TV parlners deals heavy Energy OT Services prefer programmatic Disners Hotstar, DAZN, Sourgues, Flag. TV Tokyo, Sector Secrit Long form	Cases of Cores. Cases of Cores. Daily Late of Form. Mostly short to mid form.	Such ast rates of QA slightesty (20%) Lower quality inventory (lativities) Distorcase, Nicolvics
Primary viewing Key challenges	Strong competitive landscape w/ kerg tech deal cycles Fragmented signal coverage, and complex distribution agreements Limited diversity in progressment demand.	Web first, high mobile grantin His ackalions have strong penetration Content placement competing with video Focused on belanding as and subscription supported monetization strategies	Very large volume of invertory under performing against monetication policy respections Advertises perception of value and quality • cookin deprecation

Landscape



Strategy

 Be the platform of choice for Video publishers by strengthening our core video, DAI, and audio capabilities.

<u>Full stack publisher partnerships represent the Gold standard</u> for a long term sustainable business model. In an increasingly <u>competitive</u> space, earning platform position requires investing in (i) the tools necessary to optimize for publisher revenue, (i) providing flexibility in integrating with the ecosystem, and (ii) allaying publisher concerns on capricious changes to Google policies.

We must chart a new policy path to compete in important emerging inventory/surfaces such as CTV, Linear Addressable, Audio, and Podcasts. Publishers continue to seek new avenues to monetize audiences across all surfaces, and we will lose platform position and revenue if we do not adjust our operating practices. Growth in these areas have been hampered by pre-existing web and app Google policies (legal, spam, fraud) which don't fit emerging sector realities.

- 2. Onboard publisher content to Google properties to drive O&O consumption growth across Youtube, Android TV and Cloud. Lean into partner sales. Platform strength with top Video partners is critical to achieve our O&O goals for content acquisition on YT via Partner Sales and Player for Publishers, and to execute on Android TV's "Go Big Plan". Platform improves fair access for content and inventory while supporting privacy-preserving integrations between YT/ATV and Ad Manager, setting a new bar for the ecosystem. A robust platform offering is our response to competitors' strategic moves (Freewheel/Comcast, AMZ/Fire and Roku).
- 3. Maintain fair access to strategic inventory when platform position isn't possible.

Page 28 Comments T19 maintain? Or scale?

maintain? Or scale?

Tim Craycroft, 9/27/2021 06:57 PM

HIGHLY CONFIDENTIAL

We must improve Video demand to win in CTV/OTT. Our network video demand is not scaled. Challenges continue with Brand and Performance advertising, especially for those off our platform. Especially given Google's recent self-declared privacy stance, we must invest more heavily in 3P demand relationships to remain competitive. Near term investments should focus on deals to capture upfronts and marketplaces while charting an eventual path to auction.

We can also leverage our DAI technology as the hook to maintain quality inventory access for AdX while building the case to flip the partner to full stack. We should consider if and how we integrate with in-house platforms (Yavin, gBid-style) and the possibility of disintermediation of our SSP longer term.

Initiatives

- Invest in video platform automation through insights, trafficking, optimizing yield across inventory sources, and waste reduction with a focus on CTV
- Land Inventory sharing across video partners to support digital carriage agreements with a focus on Android TV's "Go Big" strategy.
- Expand DAI through 3P integrations and Cloud simplifying on-boarding and reducing publisher complexity
- Increase access to long-form and live inventory through "TV" programmatic controls, increasing 3P demand and investing in Deals
- Scale Emerging inventory access (CTV, Audio, Podcasting) by rationalizing sell side policy blockers
- Build TV inventory's path to Open Auction through T&C's, quality verification and inventory packaging initiatives leveraging content signals
- Increase Video demand through performance ads activation and scale network Audio demand
- Grow YT Partner Sales through music (Audio), Podcasting, Halftime (Live), and critical
 infrastructure investments and land on a sustainable Player for Publishers program with
 monetization parity.
- 9. [TBC] Off-platform investments, Podcasting

What Success Looks Like T20

- 1. Increase platform share, including successful landing of AndroidTV
- 2. Instream overall revenue to \$3B
- 3. CTV to ARR
- 4. Audio to ARR

Market Trends and Responses

- Privacy regulation (GDPR, CCPA, EEA)
 Description:
- 2. Platform privacy (iOS, Chrome, Android, Google)

Page 29 Comments
T20 Access to strategic inventory per #3 above?

Tim Craycroft, 9/27/2021 06:58 PM

	Description:
	Response:
3.	Transparency regulation (DMA, AAAP)
	Description:
	Response:
4.	O&O opportunity
	Description:
	Response:
5.	RTB in apps and video
	Description:
	Response:
6.	Hybrid network/studios, inhouse SSP stacks, creator platforms
	Description:
	Response:
7.	Emerging & unsafe inventory and surfaces
	Description:
	Response: